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**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listing, of claims in the application:

**Listing of Claims:**

1. (canceled) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides, said retaining face includes an open grid pattern between said top, bottom and sides, and said open grid pattern includes reinforcing ribs within said open grid pattern; and

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base.

2. (canceled) The retaining wall system of claim 1, wherein said retaining face includes an open grid pattern between said top, bottom and sides.

3. (canceled) The retaining wall system of claim 2, wherein said open grid pattern includes reinforcing ribs within said open grid pattern.

4. (previously presented) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

at least one set of a plurality of receiving elements between said sides of both said base and retaining face to allow different angle settings between said base and retaining face; and further including at least one brace for each set of said receiving elements, said brace connected to one of said receiving elements on said base and one of said receiving elements on said retaining face to set an angle between said base and retaining face.

5. (previously presented) The retaining wall system of claim 4, wherein said brace is Z-shaped and said receiving elements are eyelets with holes to receive ends of said brace.

6. (canceled) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:  
a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

holes in said top and bottom of said retaining face of said wall sections adapted to receive fasteners to allow fastening of said

bottom of said retaining face of one of said wall sections to said top of said retaining face of one of said wall sections below.

7. (canceled) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:  
a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

holes in said side of said retaining face of said wall sections adapted to receive fasteners to allow fastening of said side of said retaining face of one of said wall sections to said side of said retaining face of another of said wall sections.

8. (canceled) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:  
a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

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a sheet of material attached to said rear of said base and extending rearward away from said front of said base to act as an anchoring device when covered by a material for retaining said wall sections in place.

9. (currently amended) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

said sides of said retaining face include a left side and a right side; wherein said sides of said retaining face include an L-shaped edge, said L-shape edge configured differently on said right side and left side such that when two of said wall sections are assembled side-by-side, the L-shaped edges interlock; wherein said sides each include at least one hole which aligns with each other when two of said wall sections are assembled side-by-side; and further including a fastener per said at least one hole, which is inserted into each of said at least one hole to hold said assembled sides together.

10. (original) The retaining wall system of claim 9, wherein said fastener is a plug with a flexible tip.

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11. (currently amended) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

wherein said sides of said retaining face include a left side and a right side; wherein said sides of said retaining face include an L-shaped edge, said L-shaped edge configured differently on said right side and left side such that when two of said wall sections are assembled side-by-side, the L-shaped edges interlock; wherein said sides of said retaining face include a groove along each of said sides of said retaining face; and further including a H-shaped retaining clamp to hold said assembled sides together, said H-shaped retaining clamp including two sides, a cross member between said sides of said H-shaped retaining clamp and locking edges extending from said sides of said H-shaped retaining clamp, said cross member configured to fit between said interlocked L-shaped edges of said assembled sides, and said locking edges configured to lock into said grooves.

12. (previously presented) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base; and

wherein said retaining face includes a lip near said bottom of said retaining face and a receiving area formed by said lip and said bottom of said retaining face, said receiving area configured to receive a top of said retaining face of another of said wall sections which is positioned below.

13. (original) A retaining wall system comprising:

at least one wall section, said at least one wall section comprising:

a base, said base having a front, rear and sides;

a retaining face, said retaining face having a top, bottom and sides; said retaining face includes an open grid pattern between said top, bottom and sides;

a hinge connecting said front of said base to said bottom of said retaining face, said hinge allowing said retaining face to be folded to and from said base;

at least one set of a plurality of receiving elements between sides of both said base and retaining face to allow different angle settings between said base and retaining face; and

a brace for each of said set of receiving elements, said brace connected to one of said receiving elements on said base and one of said receiving elements on said retaining face to set an angle between said base and retaining face.

14. (original) The retaining wall system of claim 13, wherein said brace is Z-shaped and said receiving elements are eyelets with holes to receive ends of said brace.

15. (original) The retaining wall system of claim 13, further including a sheet of material attached to said rear of said base and extending rearward away from said front of said base to act as an anchoring device when covered by a material for retaining said wall sections in place.

16. (original) The retaining wall system of claim 13, wherein said sides of said retaining face include a left side and a right side; wherein said sides of said retaining face include an L-shaped edge, said L-shape edge configure differently on said right side and left side such that when two of said wall sections are assembled side-by-side, the L-shaped edges interlock; wherein said sides each include at least one hole which aligns with each other when two of said wall sections are assembled side-by-side; and further including a fastener per said at least one hole, which is inserted into each of said at least one hole to hold said assembled sides together.

17. (original) The retaining wall system of claim 16, wherein said fastener is a plug with a flexible tip.

18. (original) The retaining wall system of claim 13, wherein said sides of said retaining face include a left side and a right side; wherein said sides of said retaining face include an L-shaped edge, said L-shape edge configure differently on said right side and left side such that when two of said wall sections are assembled side-by-side, the L-shaped edges interlock; wherein said sides of said retaining face include a groove along each of said sides of said retaining face; and further including a H-shaped retaining clamp to hold said assembled sides together, said H-shaped retaining clamp including two sides, a cross member between said sides of said H-

shaped retaining clamp and locking edges extending from said sides of said H-shaped retaining clamp, said cross member configured to fit between said interlocked L-shaped edges of said assembled sides, and said locking edges configured to lock into said grooves.

19. (previsouly presented) The retaining wall system of claim 13, wherein said retaining face includes a lip near said bottom of said retaining face and a receiving area formed by said lip and said bottom of said retaining face, said receiving area configured to receive a top of said retaining face of another of said wall sections which is positioned below.

20. (original) The retaining wall system of claim 13, wherein said open grid pattern includes reinforcing ribs within said open grid pattern.